

BEFORE THE OIL AND GAS CONSERVATION COMMISSION
OF THE STATE OF COLORADO

IN THE MATTER OF THE APPLICATION OF)	
CARRIZO OIL AND GAS, INC., FOR AN)	
ORDER ALLOWING UP TO SIX)	Cause No.
HORIZONTAL WELLS IN EACH OF THREE)	
640-ACRE DRILLING AND SPACING UNITS)	Docket No.
FOR THE NIOBRARA FORMATION)	
LOCATED IN SECTIONS 25, 26, AND 35,)	
TOWNSHIP 8 NORTH, RANGE 60 WEST IN)	
WELD COUNTY, COLORADO)	

APPLICATION

Carrizo Oil and Gas, Inc. ("Applicant"), by and through its attorneys, Beatty & Wozniak, P.C., respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado (the "Commission") for an order authorizing a total of up to six horizontal wells in each of the following-described 640-acre drilling and spacing units:

Township 8 North, Range 60 West, 6th P.M.
Section 25: All ("DSU #1")

Township 8 North, Range 60 West, 6th P.M.
Section 26: All ("DSU #2")

Township 8 North, Range 60 West, 6th P.M.
Section 35: All ("DSU #3")

Weld County, Colorado (together the "Application Lands").

In support of its Application, Applicant states and alleges as follows:

1. Applicant is a corporation duly authorized to conduct business in the State of Colorado and is an operator in good standing with the Commission.
2. Applicant owns substantial leasehold interests in the Application Lands.
3. On September 19, 2011, the Commission entered Order No. 535-70, which among other things, established two approximate 640-acre drilling and spacing units for certain lands, and approved up to two horizontal wells within each unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation. This Order applies to DSU #1.

4. On October 31, 2011, the Commission entered Order No. 535-91, which among other things, established two approximate 640-acre drilling and spacing units for certain lands, including Application Lands, and authorized up to two horizontal wells within each unit, for development and production of oil, gas and related hydrocarbons from the Niobrara Formation. This Order applies to DSU #2 and DSU #3.

5. On July 9, 2012, the Commission entered Order No. 535-188, which, among other things, pooled all interests in an approximate 640-acre drilling and spacing unit for the development and operation of the Niobrara Formation. This Order applies to DSU #1.

6. On July 9, 2012, the Commission entered Order No. 535-189, which, among other things, pooled all interests in an approximate 640-acre drilling and spacing unit for the development and operation of the Niobrara Formation. This Order applies to DSU #2.

7. On July 9, 2012, the Commission entered Order No. 535-187, which, among other things, pooled all interests in an approximate 640-acre drilling and spacing unit for the development and operation of the Niobrara Formation. This Order applies to DSU #3.

8. On November 15, 2012, the Commission issued Order No. 535-219 which, among other things, authorized up to four horizontal wells in each of three approximate 640-acre drilling and spacing units, with the treated interval of each horizontal wellbore to be no closer than 600 feet from the unit boundaries, and separated by a minimum of 600 feet from the treated interval of any other wellbore located in the unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation. This Order applies to DSU #1, DSU #2, and DSU #3.

9. Applicant requests that a total of up to six horizontal wells be authorized for production of oil, gas and associated hydrocarbons from the Niobrara Formation in each DSU #1, DSU #2, and DSU #3.

10. Applicant asserts that additional wells are necessary to prevent waste, protect correlative rights, and to assure the maximum efficient recovery of oil, gas and associated hydrocarbons from the Niobrara Formation on the Application Lands.

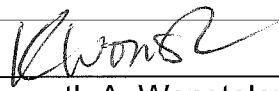
11. The names and addresses of the interested parties to this Application are set forth in Exhibit A, and the undersigned certifies that copies of this Application shall be served on each interested party as required by Rule 503.e.

WHEREFORE, Applicant respectfully requests that this matter be set for hearing, notice be given as required by law and that upon such hearing this Commission enter its order:

A. Authorizing a total of up to six horizontal wells in each DSU #1, DSU #2, and DSU #3 for production of oil, gas and associated hydrocarbons from the Niobrara Formation.

B. For such other findings and orders as the Commission may deem proper or advisable in the matter.

Dated: January 23, 2013


By: 
Kenneth A. Wonstolen
Elizabeth Y. Gallaway
Kenneth E. Warner
Beatty & Wozniak, P.C.
216 Sixteenth Street-Suite 1100
Denver, CO 80202-5115

Address of Applicant
Carrizo Oil & Gas, Inc.
ATTN: Craig Wiest
1000 Louisiana Street, Suite 1500
Houston, TX 77002

VERIFICATION

STATE OF COLORADO)
)
CITY AND COUNTY OF DENVER) ss.

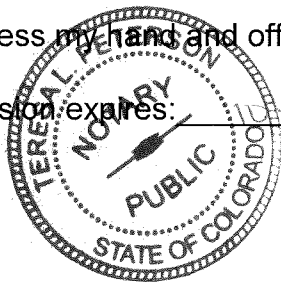
Craig Wiest, of lawful age, being first duly sworn upon oath, deposes and says that he is a Land Manager for Carrizo Oil & Gas, Inc. and that he has read the foregoing Application and that the matters therein contained are true to the best of his knowledge, information and belief.


Craig Wiest

Subscribed and sworn to before me this 23rd day of January, 2013.

Witness my hand and official seal.

My commission expires: 10-04-13



Yvonne L. Peters
Notary Public

Exhibit A

Interested Parties

Douglas Thomas
PO Box 370
Kersey, CO 80644

Noble Energy WYCO, LLC/
Noble Energy, Inc.
1625 Broadway, Suite 2200
Denver, CO 80202

SKV, LLC
P.O. Box 300687
Denver, CO 80218

The Board of County
Commissioners of Weld County
1150 O St.
P.O. Box 758
Greeley, CO 80632

Orlene Stockstill
3520 98th St. NE
Seattle, WA 98115

Sue J. Cook
126 East La Soledad
Green Valley, AZ 85614

Leah S. Hergenreder
3007 High Drive
Evans, CO 80620

Oil and Gas Title Holding Corp.
5 East 59th St, 5th floor
New York, NY 10022

Mile High Oil & Gas, Inc.
P.O. Box 27296
Denver, CO 80202

Diversified Operating
Corporation
15000 W. 6th Ave, #102
Golden, CO 80401

TAK Mountain, LLC
1600 Broadway, Suite 1525
Denver, CO 80202

Rincones Two, LLC
2000 Yaupon Valley Road
Austin, TX 78746

LHB Niobrara, LLC
P.O. Box 46063
Denver, CO 80201-6063

Pidgeon Cay 4, LLC
460 S. Marion Pkwy. #1856B
Denver, CO 80209

The Betty B Ladmer Trust, dated
November 4, 1997
Trustees; Vicki Lynn Bagley and
Teri Sue Levine
201 S Hudson St
Denver, CO 80222

Ward Petroleum Corp.
502 South Fillmore
Enid, OK 73702

Chesapeake Exploration, LLC
P.O. Box 18496
Oklahoma City, OK 73154

Denver Basin Oil & Gas, LLC
P.O. Box 18288
Denver, CO 80218

Terry Edgar
1801 N. Rio Yaqui
Green Valley, AZ 85614

J and M Redman Trust dated
March 5, 1996
13677 Omega Circle
Littleton, CO 80124

Terry J. Cammon
10455 W. 73rd Place
Arvada, CO 80005

H.A. Kugeler, Jr.
10251 Arapahoe Rd
Lafayette, CO 80026

Kathryn O. Bomholt
2664 S Troy Court
Aurora, CO 80014

Verity Land Company #3, LLC
P.O. Box 82219
Oklahoma City, OK 73148

Carver E&P, LLC
P.O. Box 46063
Denver, CO 80201-6063

NipNTuck, LLC
1346 Candleridge Drive
Boise, ID 83712

Noble Energy, Inc.
1625 Broadway, Suite 2200
Denver, CO 80202

Michael Warren, Energy Liaison
Colorado Parks and Wildlife
Northwest Regional Office
711 Independent Avenue
Grand Junction, CO 81505

Kent Kuster
Oil & Gas Consultant
Coordinator
Colorado Department of
Public Health & Environment
4300 Cherry Creek Drive South
Denver, CO 80246-1530

David Bauer
Weld County
1111 H Street
Greeley, CO 80632

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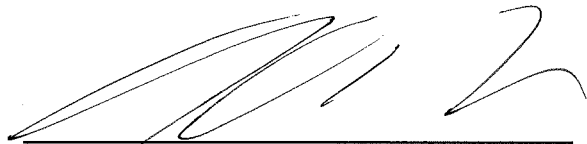
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WELD COUNTY, COLORADO)

AFFIDAVIT OF MAILING

STATE OF COLORADO)
)ss.
CITY AND COUNTY OF DENVER)

Kenneth E. Warner, of lawful age, and being first duly sworn upon his oath, states and declares:

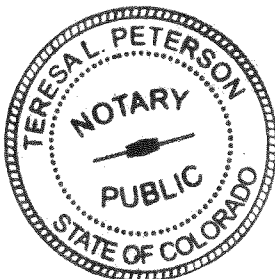
That he is the attorney for Carrizo Oil and Gas, Inc., that on or before January 30, 2013, he caused a copy of the attached Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on Exhibit A to the Application.

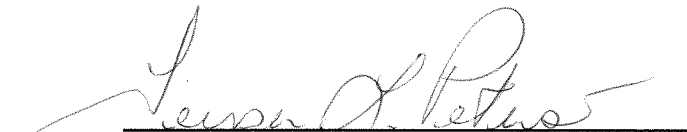

Kenneth E. Warner

Subscribed and sworn to before me January 23, 2013.

Witness my hand and official seal.

My commission expires: 10-04-13.




Notary Public